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Attorneys for Defendant
GEOSTAR CORPORATION, GEOSTAR FINANCIAL SERVICES CORPORATION, and
TONY FERGUSON

FILED

2008 AUG 14 P 3:39

RICHARD W. WIEKING
CLERK
U.S. DISTRICT COURT
NO. DIST. OF CA. S.J.

ADR

E-FILING

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA-SAN JOSE

PETER FORTENBAUGH and BETTY LEE,
in their capacity as Trustees of THE PETER
FORTENBAUGH TRUST, a California Trust,

Plaintiffs,

vs.

CLASSICSTAR FINANCIAL SERVICES,
INC., a Delaware Corporation, GEOSTAR
CORPORATION, a Delaware Corporation,
GEOSTAR FINANCIAL SERVICES
CORPORATION, a Delaware Corporation,
TONY FERGUSON, an individual, and DOES
1 through 30, inclusive,

Defendants.

Case No.

C08 03898 PVT

**DEFENDANTS GEOSTAR
CORPORATION, GEOSTAR FINANCIAL
SERVICES CORPORATION, AND TONY
FERGUSON'S REQUEST FOR JUDICIAL
NOTICE**

Superior Court of the State of California
County of Santa Clara
Case No. 107CV084507

**TO THE HONORABLE JUDGES OF THE UNITED STATES DISTRICT COURT FOR
THE NORTHERN DISTRICT OF CALIFORNIA:**

Defendants GEOSTAR CORPORATION ("GEOSTAR"), GEOSTAR FINANCIAL
SERVICES CORPORATION ("GFS"), and TONY FERGUSON ("FERGUSON") (collectively
"NEW DEFENDANTS") request that the Court take judicial notice under Federal Rule of
Evidence 201 of the following certified corporate charter documents from the State of Delaware

1 evidencing corporate citizenship in support of Defendants Geostar Corporation, Geostar
2 Financial Services Corporation, and Tony Ferguson's Notice of Removal.

3 1. Letter Authenticating Geostar Certificate of Incorporation, Certificate of
4 Incorporation of GEOSTAR Corporation, attached as Exhibit A.

5 2. Letter Authenticating GFS Certificate of Incorporation, Certificate of
6 Incorporation of GFS, attached as Exhibit B.

7 3. Letter Authenticating Co-Defendant CLASSICSTAR FINANCIAL SERVICES
8 INC. ("CLASSICSTAR") Certificate of Incorporation, Certificate of Incorporation of attached as
9 Exhibit C.

10 The corporate charter documents requested to be noticed are relevant to NEW
11 DEFEDANTS' Notice of Removal because they evidence that GEOSTAR, GFS, and
12 CLASSICSTAR are Delaware corporations. This supports NEW DEFENDANTS allegation that
13 GEOSTAR, GFS, and CLASSICSTAR are citizens of the State of Delaware, and that complete
14 diversity exists between these defendants and Plaintiffs PETER FORTENBAUGH and BETTY
15 LEE, in their capacity as Trustees of THE PETER FORTENBAUGH TRUST.

16
17 Date: August 13, 2008

BASSI, MARTINI, EDLIN & BLUM LLP

18
19 By: 

20 RUBEN P. RUIZ

21 Attorneys for Defendant

22 GEOSTAR CORPORATION, GEOSTAR
23 FINANCIAL SERVICES CORPORATION, and
24 TONY FERGUSON
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26
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EXHIBIT A

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "GEOSTAR CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE NINTH DAY OF MAY, A.D. 1996, AT 9 O'CLOCK A.M.

CERTIFICATE OF CORRECTION, FILED THE SIXTH DAY OF JUNE, A.D. 1996, AT 9 O'CLOCK A.M.

CERTIFICATE OF RENEWAL, FILED THE SEVENTEENTH DAY OF JULY, A.D. 2008, AT 11:12 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "GEOSTAR CORPORATION".

2621374 8100H

080832256

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6763168

DATE: 07-31-08

CERTIFICATE OF INCORPORATION
OF

GeoStar Corporation

FIRST: The name of this corporation is GeoStar Corporation.

SECOND: Its registered office in the State of Delaware is to be located at Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801, County of New Castle. The registered agent in charge thereof is The Company Corporation, address "same as above".

THIRD: The nature of the business and, the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The amount of the total authorized capital stock of this corporation is divided into
1,500 shares of stock at NO par value.

FIFTH: The name and mailing address of the incorporator is as follows:

Regina Cephas, Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

SIXTH: The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this corporation.

The By-Laws shall determine whether and to what extent the accounts and books of this corporation, or any of them shall be open to the inspection of the stockholder; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation, except as conferred by the law of the By-Laws, or by resolution of the stockholders.

The stockholders and directors shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside of the State of Delaware, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Delaware.

SEVENTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchase or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Delaware, do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

DATED: MAY 9, 1996

Regina Cephas

**CORRECTED CERTIFICATE OF INCORPORATION
OF
GeoStar Corporation**

PURSUANT TO SECTION 103 OF THE DELAWARE CORPORATION LAW,

I, the undersigned, John Parrott
being an authorized officer of GeoStar Corporation do hereby certify that:

The Fourth Article of the original Certificate of Incorporation, which was filed in the Office of the Secretary of State on May 9, 1996 inaccurately identifies the number of shares and par value of the stock.

The Certificate of Incorporation is hereby set forth in its corrected form.

**CERTIFICATE OF INCORPORATION
OF
GeoStar Corporation**

FIRST: The name of this corporation is GeoStar Corporation.

SECOND: Its registered office in the state of Delaware is to be located at Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801, New Castle County. The registered agent in charge thereof is The Company Corporation, address "same as above".

THIRD: The nature of the business and, the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The amount of the total authorized capital stock of this corporation is divided into 10,000,000 shares of stock at \$.0075 par value.

FIFTH: The name and mailing address of the Incorporator is as follows:

Regina Cephas, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801

SIXTH: The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.
With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this corporation.

The By-Laws shall determine whether and to what extent the accounts and books of this corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.

The stockholders and directors shall have power to hold their meetings and keep the books, documents, and papers of the Corporation outside of the State of Delaware, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Delaware.

It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or

inference from the terms of any other clause or paragraph in this certificate of incorporation, that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

SEVENTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchase or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Delaware, do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

DATED: May 9, 1996

Regina Cephas

This correction of the Certificate of Incorporation was duly authorized by unanimous written consent of the holders entitled to vote thereon, dated as of _____.

IN WITNESS WHEREOF, I have made and subscribed this certificate this 25th day of May, 1996.

John W. Luntz, Pres.
Authorized Officer, Title

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:12 AM 07/17/2008
FILED 11:12 AM 07/17/2008
SRV 080802677 - 2621374 FILE

STATE OF DELAWARE CERTIFICATE FOR RENEWAL AND REVIVAL OF CHARTER

The corporation organized under the laws of Delaware, the charter of which was voided for non-payment of taxes, now desires to procure a restoration, renewal and revival of its charter, and hereby certifies as follows:

1. The name of this corporation is GeoStar Corporation
2. Its registered office in the State of Delaware is located at 2711
Centerville Road (street), City of Wilmington
Zip Code 19808 County of New Castle the name of
its registered agent is The Company Corporation
3. The date of filing of the original Certificate of Incorporation in Delaware
was May 9, 1996
4. The date when restoration, renewal, and revival of the charter of this
company is to commence is the 29th day of February 2008,
same being prior to the date of the expiration of the charter. This renewal
and revival of the charter of this corporation is to be perpetual.
5. This corporation was duly organized and carried on the business authorized
by its charter until the 1st day of March A.D. 2008,
at which time its charter became inoperative and void for non-payment of
taxes and this certificate for renewal and revival is filed by authority of the
duly elected directors of the corporation in accordance with the laws of the
State of Delaware.

IN TESTIMONY WHEREOF, and in compliance with the provisions of Section
312 of the General Corporation Law of the State of Delaware, as amended, providing for
the renewal, extension and restoration of charters the last and acting authorized officer
hereunto set his/her hand to this certificate this 16th day of
June A.D. 2008.

By: 

Authorized Officer

Name: Frederick J. Lambert

Print or Type

Title: Secretary

EXHIBIT B

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "GEOSTAR FINANCIAL SERVICES CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2003, AT 12:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "GEOSTAR FINANCIAL SERVICES CORPORATION".



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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6763167

DATE: 07-31-08

CERTIFICATE OF INCORPORATION

FIRST: The name of this corporation shall be: GEOSTAR FINANCIAL SERVICES CORPORATION.

SECOND: Its registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware, 19808. The name of its registered agent at such address is THE COMPANY CORPORATION.

THIRD: The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which this corporation is authorized to issue is: Fifteen-hundred (1,500) shares of common stock with no par value.

FIFTH: The name and address of the incorporator is as follows:

Brandon Laramore
2711 Centerville Road
Suite 400
Wilmington, Delaware 19808

SIXTH: The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

SEVENTH: No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article Seventh shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed signed and acknowledged this certificate of incorporation.

Date: April 28, 2003



Name: Brandon Laramore
Incorporator

EXHIBIT C

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CLASSIC STAR FINANCIAL SERVICES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2004, AT 12:13 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "CLASSIC STAR FINANCIAL SERVICES, INC.".



3883361 8100H

080832256

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6763166

DATE: 07-31-08

CERTIFICATE OF INCORPORATION

FIRST: The name of this corporation shall be: CLASSIC STAR FINANCIAL SERVICES, INC.

SECOND: Its registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle and its registered agent at such address is THE COMPANY CORPORATION.

THIRD: The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which this corporation is authorized to issue is One Thousand Five Hundred (1,500) shares of Common Stock without par value.

FIFTH: The name and address of the incorporator is as follows:

Catherine C. Kelleher
2711 Centerville Road
Suite 400
Wilmington, DE 19808

SIXTH: The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

SEVENTH: No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article Seventh shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed, signed and acknowledged this certificate of incorporation this 18th day of November, A.D. 2004.



Name: Catherine C. Kelleher
Incorporator

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:35 PM 11/18/2004
FILED 12:13 PM 11/18/2004
SRV 040833073 - 3883361 FILE

DE BC D-CERTIFICATE OF INCORPORATION - SHORT SPECIMEN 09/00-1 (DESHORT)

1 Re: **PETER FORTENBAUGH and BETTY LEE, in their capacity as Trustees of THE**
2 **PETER FORTENBAUGH TRUST, a California Trust v. CLASSICSTAR**
3 **FINANCIAL SERVICES, INC., a Delaware Corporation and DOES 1 through 30,**
4 **inclusive**
5 **Santa Clara County Superior Court Case No. 107CV084507**

6 **PROOF OF SERVICE – CCP §1013(a)(3)**

7 STATE OF CALIFORNIA/COUNTY OF San Francisco

8 I am a citizen of the United States and an employee in the County of San Francisco. I am
9 over the age of eighteen (18) years and not a party to the within action. My business address is
10 BASSI, MARTINI, EDLIN & BLUM LLP, 351 California Street, Suite 200, San Francisco,
11 California 94104.

12 On the date set forth below, I served the within:

13 **DEFENDANT GEOSTAR CORPORATION, GEOSTAR FINANCIAL SERVICES**
14 **CORPORATION, AND TONY FERGUSON'S REQUEST FOR JUDICIAL NOTICE**

15 on the following parties:

16 HOWARD RICE, et al.
17 Jeremy Kamras, Esq.
18 Three Embarcadero Center, 7th Floor
19 San Francisco, CA 94111-4021

20 **X BY PERSONAL SERVICE:** I caused a copy of said documents to be hand delivered to
21 the interested party at the address set forth above.

22 **BY MAIL:** I caused such envelope to be deposited in the mail at San Francisco,
23 California. I am readily familiar with the firm's practice for collection and processing of
24 correspondence for mailing. It is deposited with the U.S. Postal Service on that same day
25 in the ordinary course of business.

26 **BY FEDERAL EXPRESS:** I caused such envelope to be deposited in the appropriate
27 Federal Express envelope, to the Federal Express office located at 120 Bush Street, San
28 Francisco, California 94104, to be delivered by the next business day. I am readily
familiar with the firm's practice for collection and processing of correspondence for
transmittal by Federal Express. It is deposited with Federal Express on that same day in
the ordinary course of business.

BY FACSIMILE: I caused said documents to be sent via facsimile to the interested
party at the facsimile number set forth below.

I declare under penalty of perjury that the foregoing is true and correct and that this
document is executed on August 14, 2008, at San Francisco, California.

30637
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ALISHA C. PEMBER